

INSTRUMENT PREPARED BY  
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE  
OF VIRGINIA SECTION 45.1-361.26

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE:

SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB-14-0520-4048  
ELECTIONS: V-530349  
(hereinafter "Subject Drilling Unit")

REPORT OF BOARD

FINDINGS AND ORDER

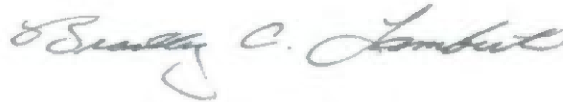
1. This Supplemental Order is entered by the Board *sua sponte* in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992 at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirements of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on May 28, 2014, and recorded as Instrument No. 140000732 in the Office of the Clerk of the Circuit Court for Dickenson County, Virginia on June 20, 2014 (herein "Board Order") and (2) to complete the record regarding elections. The Board Order established a drilling unit and pooled all interests in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 *et seq.*, Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
  - (a) The Board Order directed Range Resources-Pine Mountain, Inc., (herein the "Designated Operator"), to mail copies of the Board Order to all Respondents whose interests, if any, were pooled by said Board Order;

- (b) The Designated Operator filed its affidavit of mailing dated February 15, 2015, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interests, if any, were pooled by said Board Order;
  - (c) The Board Order required each Respondent whose interests, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated February 15, 2015, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.7C (herein "Affidavit of Elections" annexed hereto), wherein it has, for each Respondent whose interests, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election(s) made, if any; and (iii) whether, by reason of failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interests, estates and claims in Subject Drilling Unit to the Designated Operator;
  - (d) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Bank and Trust Company, Trust Division, 38 East Valley Street, Bristol, Virginia 24201; Tel: (276) 466-9222; Attn: Julie Eades, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated July 18, 2006. The Affidavit of Elections indicates that the escrow of funds is **not required** with regard to Well No. V-530349.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at Paragraph 2 above, to the extent escrow was required and to the extent it pertained to the elections and interests of the Respondents who have entered into a royalty split agreement and no longer require escrow of any funds, the Applicant is hereby directed to provide the Board with reconciliation of its and the Escrow Agent's records so that any funds affected by this Order may be disbursed in an appropriate manner.
  4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this

Supplemental Order stating that a true and correct copy of this Supplemental Order was mailed within seven (7) days from the date of receipt of this Supplemental Order to each Respondent whose address is known.

5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and **IT IS SO ORDERED**.
6. Effective Date: This Order shall be effective as of the date of the Board's approval of this Application, which is set forth at Paragraph 1 above.

DONE AND EXECUTED this 24 day of February, 2015 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

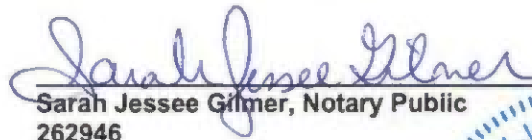
DONE AND PERFORMED this 24 day of February, 2015 by Order of the Virginia Gas and Oil Board.



Rick Cooper  
Principal Executive to the  
staff, Virginia Gas and Oil Board

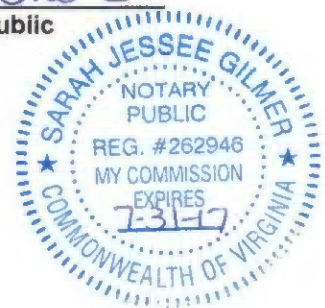
COMMONWEALTH OF VIRGINIA  
COUNTY OF RUSSELL

Acknowledged on this 24th day of February, 2015, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is the Chairman of the Virginia Gas and Oil Board and Rick Cooper, being duly sworn did depose and say that he is Principal Executive to the staff of the Virginia Gas and Oil Board, that they executed the same and was authorized to do so.



Sarah Jessee Gilmer, Notary Public  
262946

My Commission expires: July 31, 2017



**VIRGINIA:**

***BEFORE THE VIRGINIA GAS AND OIL BOARD***

IN RE: Application of Range Resources-Pine Mountain, Inc, for the Forced Pooling of Interests in V-530349, Docket No. VGOB-14-0520-4048 in the Kenady District, Caney Ridge Quadrangle, Dickenson County, Virginia.

AFFIDAVIT OF MCKINNIS & SCOTT, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

Timothy E. Scott (herein Affiant), being duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of MCKINNIS & SCOTT, the Agent for the Designated Operator, with offices located at 135 W. Main Street, Suite 200, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on May 28, 2014, by the Virginia Gas and Oil Board regarding the captioned conventional gas unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed and recorded copy of the Order referred to at Paragraph 2, above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent, if known and locatable, named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter; that proof of such mailing has previously been tendered to the Division of Gas and Oil, the Office of the Gas and Oil Inspector, at Lebanon, Virginia;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender written notice of their election of the option selected under Paragraph 9 of the Order to the Designated Operator within thirty (30) days from the date of receipt of a copy of the recorded Order;
5. That the Designated Operator, by and through its agent, McKinnis & Scott, Attorneys-at-Law, has established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interests have been pooled have made a written election, in a timely fashion, as required by the captioned Order;

that said procedures were followed to identify the elections, if any, made with regard to Subject Drilling Unit; that the following persons or entities delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day elections period:

None

6. That the interest and/or claims of the following persons or entities (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, are in conflict and/or unknown or unlocatable:

None

7. That after the pooling hearing held in the captioned matter, the following persons or entities have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims:

Name:	Tract:	Interest:
Danny C. Rose	8	0.97000000
Patricia Mullins	8	0.97000000

8. That the Designated Operator with regard to persons previously requiring the services of the Escrow Agent have now reached an agreement regarding their interests or claims that allows Applicant/Designated Operator to make royalty distribution without the need to escrow funds which would otherwise be in conflict:

None

9. That the Respondents identified in Exhibit B-3 hereto have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective oil and gas rights, interests and claims shall be deemed to have leased to Applicant/Designated Operator pursuant to and in accordance with Paragraph 10 of the Board Order dated May 28, 2014:


See Exhibit B-3

10. The Designated Operator requests that the following persons be dismissed as Respondents:

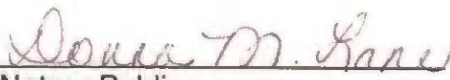
Name:	Tract:	Interest:
Danny C. Rose	8	0.97000000
Patricia Mullins	8	0.97000000

That pursuant to the provisions of 4VAC 25-160.70.A.10 and .C and VAC 25-160-80, annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent is **not** required in this matter pursuant to the terms of §§ 45.1-361.21.D and 45.1-361.22.A.3 and .4.

Dated at Kingsport, Tennessee, this 15<sup>th</sup> day of February, 2015.

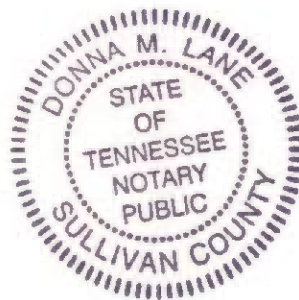
  
 Timothy E. Scott, Affiant

Taken, subscribed and sworn to before me by Timothy E. Scott, the Agent for Range Resources-Pine Mountain, Inc., a corporation, on behalf of the corporation, this 15<sup>th</sup> day of February, 2015.

  
 Notary Public

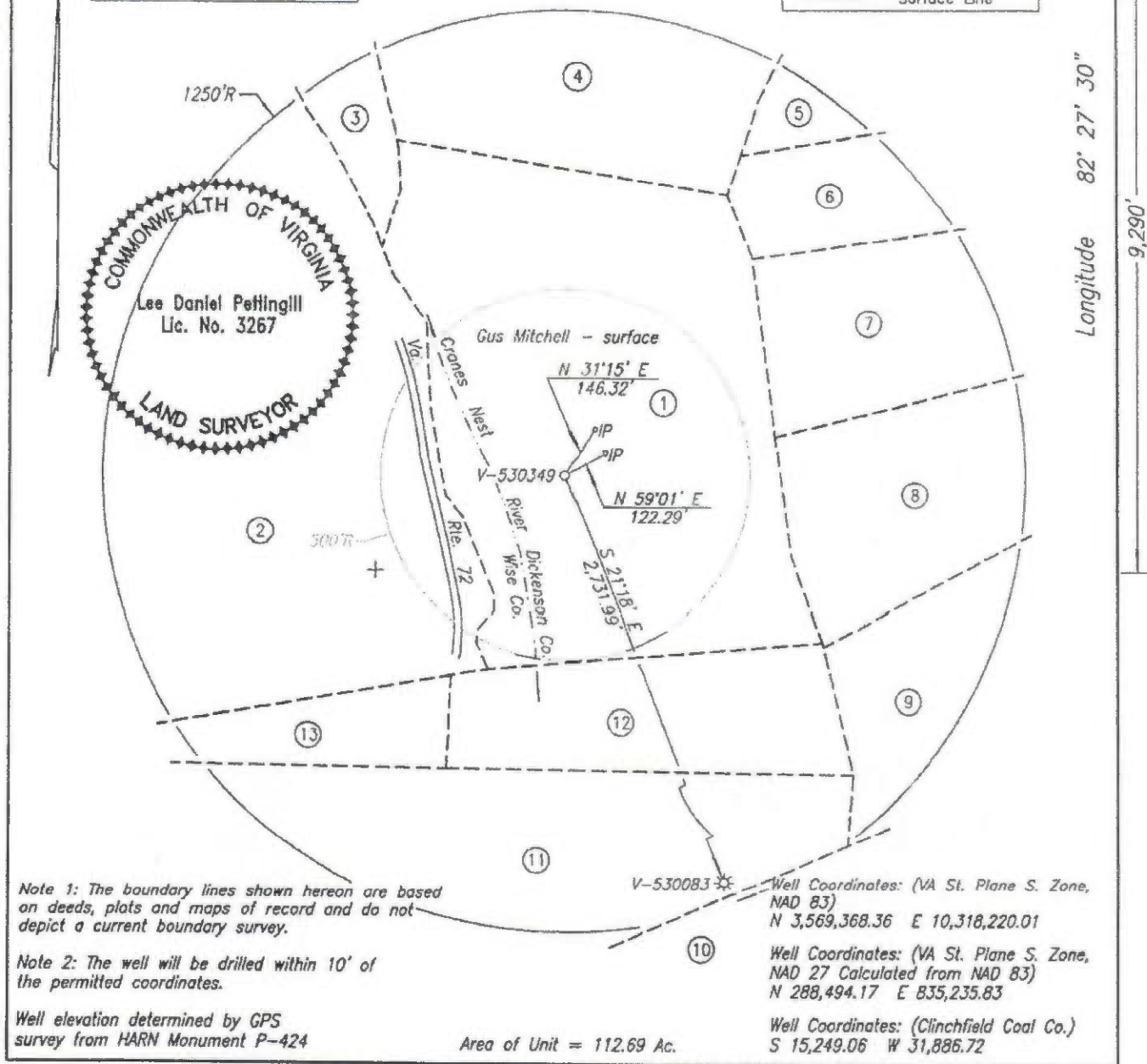
My commission expires: 7-18-2017

[f:\msword2000\pinemountainoilandgas\pooling.V-530349.supportorder&aff]



Latitude 37° 05' 00"

 Mineral Line  
 Surface Line



WELL LOCATION PLAT NORA GRID BK-17

COMPANY Range Resources-Pine Mountain, Inc. WELL NAME AND NUMBER V-530349  
TRACT NO. Gus Mitchell ELEVATION 1,593.28' QUADRANGLE Caney Ridge  
COUNTY Dickenson DISTRICT Kenady SCALE 1" = 400' DATE 4-14-2014  
This Plat is a new plat   ; an updated plat x; or a final location plat     
+ Denotes the location of a well on United States topographic Maps, scale 1 to 24,000, latitude and longitude lines being represented by border lines as shown.

~~Licensed Professional Engineer or Licensed~~

EXHIBIT A

V-530349 PLAT  
TRACT OWNERSHIP INFORMATION SCHEDULE  
4/14/2014

1. WI-82  
William Roberson  
507.596 Acres  
ACIN LLC - coal  
Alpha Land & Reserves LLC - coal lessee  
Lease No. 450513517  
Gus Mitchell - surface, oil & gas  
27.304 Acres  
Gas 27.61 Ac. 24.50%
2. WI-82  
William Roberson  
507.596 Acres  
ACIN LLC - coal  
Alpha Land & Reserves LLC - coal lessee  
Lease No. 451950548  
Heirs of J. W. Robinson - surface, oil & gas  
189.1 Acres  
Gas 27.72 Ac. 24.60%
3. Lease No.  
James & Patricia Bryant - surface, oil & gas  
20.636 Acres  
Gas 1.59 Ac. 1.41%
4. Lease No. 450513517  
Gus Mitchell - surface, oil & gas  
24.929 Acres  
Gas 8.68 Ac. 7.70%
5. Lease No.  
Roger Shane Layne - surface, oil & gas  
9.058 Acres  
Gas 1.00 Ac. 0.89%
6. Lease No.  
Cindy Lee Fritz & Jason Ashley Fritz - surface, oil & gas  
6.593 Acres  
Gas 3.31 Ac. 2.94%
7. Lease No.  
Buelah Layne - surface, oil & gas (Life Estate)  
Roger V. Layne - surface, oil & gas (1/3 int. remainder)  
Wanda L. Kiser - surface, oil & gas (1/3 int. remainder)  
Freddy A. Layne - surface, oil & gas (1/3 int. remainder)  
12.5 Acres  
Gas 6.50 Ac. 5.77%
8. Lease No.  
Danny C. Rose - surface, oil & gas (1/7 int.)  
Debra C. Polley - surface, oil & gas (1/7 int.)  
Steven M. Rose - surface, oil & gas (1/7 int.)  
Sandra K. Caputo - surface, oil & gas (1/7 int.)  
Patricia Nau - surface, oil & gas (1/7 int.)  
Judy K. Good - surface, oil & gas (1/7 int.)  
Kyle Rose - surface, oil & gas (1/7 int.)  
14 Acres  
Gas 7.65 Ac. 6.79%
9. Lease No.  
Avery Dotson - surface, oil & gas  
21 Acres  
Gas 4.58 Ac. 4.06%
10. Lease No. 450512902 (Range Resources-Pine Mountain, Inc.)  
Lease No. 241493L (EQT Production - Nora)  
Steinman Development Co., a Limited Partnership -  
oil & gas  
1,880 Acres  
Gas 0.18 Ac. 0.16%
11. Lease No. 451950556  
Cranes Nest River Farms  
25 Acres  
Range Resources-Pine Mountain, Inc. - oil & gas  
Gas 13.48 Ac. 11.96%
12. Lease No. 450513517  
Gus Mitchell - surface, oil & gas  
7.141 Acres  
Gas 7.40 Ac. 6.57%
13. Lease No.  
Bernard Cantrell - surface, oil & gas  
3.318 Acres  
Gas 2.99 Ac. 2.65%

**Exhibit "B"**  
**V-530349 Revised 1/5/2015**

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
<b>Gas Estate Only</b>				
1	Gus Wayne & Racheal Mitchell 11 East 23rd Street Bigstone Gap, VA 24219 Tax Card ID - 20856-4010	Leased	24.50000000	27.61000000
2	Tax Card ID - Minerals Only Shelby Flanary Roberson 153 Bowen Court Lane Duffield, VA 24244	Leased	6.15000000	6.93000000
	Eva Roberson 118 Mountain Drive Weber City, VA 24290	Leased	6.15000000	6.93000000
	Margaret & Carl E Brickey 3595 Brookbark Drive Pfafftown, NC 27040	Leased	1.23000000	1.38600000
	Billy Joe & Shirley B Dorton 4424 Appaloosa Drive East Bend, NC 27018	Leased	1.23000000	1.38600000
	Everett N & Shirley P Dorton 1433 Bloomtown Road East Bend, NC 27018	Leased	1.23000000	1.38600000
	Ella & Marvin Styers 120 Ashley Land King, NC 27021	Leased	1.23000000	1.38600000
	Judy & Terry Nahay 5201 Lonesome Pine Drive East Bend, NC 27018	Leased	1.23000000	1.38600000
	Eddie & Linda Smith 5530 Vienna Dozier Road Pfafftown, NC 27040	Leased	1.53750000	1.73250000
	Jackie & Ronnie Pressley 1410 Old Spencer Mountain Road Dallas, NC 28034	Leased	1.53750000	1.73250000
	Jess W & Shannon Smith 5724 Stanleyville Drive	Leased	1.53750000	1.73250000

Winston-Salem, NC 27105

	Douglas Edward Smith 1410 Old Spencer Mountain Road Dallas, NC 28034	Leased	1.53750000	1.73250000
	<b>Tract 2 Totals</b>		<b>24.60000000</b>	<b>27.72000000</b>
3	James & Patricia Bryant 12868 River Ln Coeburn, VA 24230 Tax Card ID -20865-1148	Unleased	1.41000000	1.59000000
4	Gus Wayne & Racheal Mitchell 11 East 23rd Street Bigstone Gap, VA 24219 Tax Card ID - 20856-4010	Leased	7.70000000	8.68000000
5	Roger Shane Layne & Janette L Ramey 326 Tempes Branch Rd Coeburn, VA 24230 Tax Card ID - 4947-6073	Unleased	0.89000000	1.00000000
6	Cindy L & Jason A Fritz 330 Tempes Branch Coeburn, VA 24230 Tax Card ID - 20099-3538	Unleased	2.94000000	3.31000000
7	Tax Card ID - 4946-6077 Beulah Layne C/O Roger V Layne 546 Reedy Ridge Road Clintwood, VA 24228	Unleased Life Estate	0.00000000	0.00000000
	Roger V Layne 546 Reedy Ridge Road Clintwood, VA 24228	Unleased Remainder	1.92333333	2.16666667
	Wanda L Kiser 371 Tempes Branch Rd Coeburn, VA 24230	Unleased Remainder	1.92333333	2.16666667
	Freddy Layne 216 Tempes Branch Rd Coeburn, VA 24230	Unleased Remainder	1.92333333	2.16666667
	<b>Tract 7 Totals</b>		<b>5.77000000</b>	<b>6.50000000</b>
8	Tax Card ID - 5827-9636 Danny C Rose PO Box 1001	Leased	0.97000000	1.09285714

Marion, VA 24354

	Debra C & Vince Goodman 243 Willowbend Dr Kingsport, TN 37660	Unleased	0.97000000	1.09285714
	Steven M & Jinger Rose PO Box 1213 Clintwood, VA 24228	Unleased	0.97000000	1.09285714
	Sandra Rose 701 Cobblestone Unit 211 Fredricksburg, VA 22401	Unleased	0.97000000	1.09285714
	Patricia Mullins 577 Brumley Circle Lebanon, VA 24266	Leased	0.97000000	1.09285714
	Judy K Good 585 Tempes Branch Rd Coeburn, VA 24230	Unleased	0.97000000	1.09285714
	Kyle Rose 1398 Red Horse Dr Goodview, VA 24095	Unleased	0.97000000	1.09285714
	<b>Tract 8 Totals</b>		<b>6.79000000</b>	<b>7.65000000</b>
9	Avery Dotson 323 Walnut St NW Norton, VA 24273 Tax Card ID - 4514-2538	Unleased	4.06000000	4.58000000
10	Steinman Development Company, LP ATTN: Harry W Meador 1912 Wildcat Road Big Stone Gap, VA 24219	Leased	0.16000000	0.18000000
11	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax Card ID - Minerals Only	Owner	11.96000000	13.48000000
12	Gus Wayne & Racheal Mitchell 11 East 23rd Street Bigstone Gap, VA 24219 Tax Card ID - 20856-4010	Leased	6.57000000	7.40000000
13	Bernard Cantrell 9014 Robinette Circle Wise, VA 24293	Unleased	2.65000000	2.99000000

TOTAL GAS ESTATE	100.00000000	112.69000000
Percentage of Unit Leased	77.43000000	
Percentage of Unit Unleased	22.57000000	
Acreage in Unit Leased		87.25571429
Acreage in Unit Unleased		25.43428571

**Exhibit "B-3" - Unleased Owners**  
**V-530349 Revised 1/5/2015**

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
<b>Gas Estate Only</b>				
3	James & Patricia Bryant 12868 River Ln Coeburn, VA 24230 Tax Card ID -20865-1148	Unleased	1.41000000	1.59000000
5	Roger Shane Layne & Janette L Ramey 326 Tempes Branch Rd Coeburn, VA 24230 Tax Card ID - 4947-6073	Unleased	0.89000000	1.00000000
6	Cindy L & Jason A Fritz 330 Tempes Branch Coeburn, VA 24230 Tax Card ID - 20099-3538	Unleased	2.94000000	3.31000000
7	Tax Card ID - 4946-6077 Beulah Layne C/O Roger V Layne 546 Reedy Ridge Road Clintwood, VA 24228	Unleased Life Estate	0.00000000	0.00000000
	Roger V Layne 546 Reedy Ridge Road Clintwood, VA 24228	Unleased Remainder	1.92333333	2.16666667
	Wanda L Kiser 371 Tempes Branch Rd Coeburn, VA 24230	Unleased Remainder	1.92333333	2.16666667
	Freddy Layne 216 Tempes Branch Rd Coeburn, VA 24230	Unleased Remainder	1.92333333	2.16666667
<b>Tract 7 Totals</b>			<b>5.77000000</b>	<b>6.50000000</b>
8	Tax Card ID - 5827-9636			

Debra C & Vince Goodman 243 Willowbend Dr Kingsport, TN 37660	Unleased	0.97000000	1.09285714
Steven M & Jinger Rose PO Box 1213 Clintwood, VA 24228	Unleased	0.97000000	1.09285714
Sandra Rose 701 Cobblestone Unit 211 Fredricksburg, VA 22401	Unleased	0.97000000	1.09285714
Judy K Good 585 Tempes Branch Rd Coeburn, VA 24230	Unleased	0.97000000	1.09285714
Kyle Rose 1398 Red Horse Dr Goodview, VA 24095	Unleased	0.97000000	1.09285714
<b>Tract 8 Totals</b>		<b>4.85000000</b>	<b>5.46428571</b>
9 Avery Dotson 323 Walnut St NW Norton, VA 24273 Tax Card ID - 4514-2538	Unleased	4.06000000	4.58000000
13 Bernard Cantrell 9014 Robinette Circle Wise, VA 24293	Unleased	2.65000000	2.99000000
<b>TOTAL GAS ESTATE</b>		<b>22.57000000</b>	<b>25.43428571</b>

**Exhibit "E" - Escrow Owners**  
V-530349

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
<b>Gas Estate Only</b>				
NONE				
<b>TOTAL GAS ESTATE</b>			0.00000000	0.00000000

INSTRUMENT #150000227  
RECORDED IN THE CLERK'S OFFICE OF  
DICKENSON ON  
MARCH 11, 2015 AT 11:21AM  
RICHARD W. EDWARDS, CLERK  
RECORDED BY: CJB